

Hearing Date: February 17, 2011
Hearing Time: 10:00 a.m. (prevailing Eastern time)

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UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

)	
In re)	Chapter 11
)	
DPH HOLDINGS CORP., <i>et al.</i> ,)	Case No. 05-44481 (RDD)
)	
Reorganized Debtors.)	Jointly Administered
)	

**REORGANIZED DEBTORS' STATEMENT OF DISPUTED
ISSUES WITH RESPECT TO PROOF OF CLAIM NUMBER 1773
(TEXAS FOUNDRIES, LTD./JPMORGAN CHASE BANK, N.A. AS ASSIGNEE)**

(“STATEMENT OF DISPUTED ISSUES - TEXAS FOUNDRIES,
LTD./JPMORGAN CHASE BANK, N.A.”)

DPH Holdings Corp. and certain of its affiliated reorganized debtors in the above-captioned cases (collectively, the “Reorganized Debtors”), hereby submit this Statement Of Disputed Issues (the “Statement Of Disputed Issues”) With Respect To Proof Of Claim Number 1773 filed by Texas Foundries, Ltd. (“Texas Foundries”) and subsequently transferred to JPMorgan Chase Bank, N.A., as assignee (“JPMorgan,” and together with Texas Foundries, the “Claimant”) and respectfully represent as follows:

Background

1. On October 8 and 14, 2005, Delphi Corporation (“Delphi”) and certain of its subsidiaries and affiliates, including Delphi Automotive Systems LLC (“DAS LLC”)

(collectively, the “Debtors”), predecessors of the Reorganized Debtors, filed voluntary petitions under chapter 11 of the title 11 of the United States Code, 11 U.S.C. §§ 101-1330, as then amended, in the United States Bankruptcy Court for the Southern District of New York.

2. On February 3, 2006, Texas Foundries filed proof of claim number 1773 (the “Claim”) against DAS LLC. The Claim asserts an unsecured non-priority claim in the amount of \$435,170.30 and an unsecured priority/reclamation claim in the amount of \$80,962.22, for a total claim in the amount of \$516,132.52.

3. On February 3, 2006, Texas Foundries transferred the Claim to JPMorgan, as assignee, pursuant to a notice of transfer (Docket No. 2055).

4. On September 21, 2007, the Debtors objected to the Claim pursuant to the Debtors’ Twenty-First Omnibus Objection Pursuant To 11 U.S.C. § 502(b) And Fed. R. Bankr. P. 3007 To Certain (A) Duplicate Or Amended Claims, (B) Untimely Equity Claim, (C) Insufficiently Documented Claims, And (D) Claims Not Reflected On Debtors’ Books And Records, (E) Untimely Claims, And (F) Claims Subject To Modification, Tax Claim Subject To Modification, And Modified Claims Asserting Reclamation (Docket No. 9535).

5. On October 16, 2007, Texas Foundries filed its Response To Debtors’ Twenty-First Omnibus Objection Pursuant to 11 U.S.C. §502(b) And Fed. R. Bankr. P. 3007 To Certain (A) Duplicate Or Amended Claims, (B) Untimely Equity Claim, (C) Insufficiently Documented Claims, (D) Claims Not Reflected On Debtors’ Books And Records, (E) Untimely Claims, And (F) Claims Subject To Modification, Tax Claim Subject To Modification And Modified Claims Asserting Reclamation (Docket No. 10610) (the “Response”).

6. October 6, 2009, the Debtors substantially consummated the First Amended Joint Plan Of Reorganization Of Delphi Corporation And Certain Affiliates, Debtors And Debtors-In-Possession, As Modified (the “Modified Plan”), which had been approved by this Court pursuant

to an order entered on July 30, 2009 (Docket No. 18707), and emerged from chapter 11 as the Reorganized Debtors. In connection with the consummation of the Modified Plan, Delphi and DAS LLC emerged from chapter 11 as DPH Holdings Corp. and DPH-DAS LLC, respectively. Article 9.6(a) of the Modified Plan provides that “[t]he Reorganized Debtors shall retain responsibility for administering, disputing, objecting to, compromising, or otherwise resolving all Claims against, and Interests in, the Debtors and making distributions (if any) with respect to all Claims and Interests.”

Disputed Issues

A. DAS LLC Does Not Owe Claimant The Amount Asserted In The Claim

7. The Claim seeks a total of \$516,132.52 for goods sold. DAS LLC has reviewed the information attached to the Claim and the Response, and it disputes that it owes the amount asserted in the Claim.

8. The Claim is overstated by \$38,605.25 which relates to invoices already paid by DAS LLC to Claimant. Consequently, \$38,605.25 should be subtracted from the Claim.

9. After taking into account the above-referenced deduction to the Claim, the Debtors reconciled the Claim.

10. DAS LLC does not dispute that the remaining \$477,527.27 of the Claim should be allowed as an unsecured non-priority claim against DAS LLC.

Reservation Of Rights

11. This Statement Of Disputed Issues is submitted by the Reorganized Debtors pursuant to paragraph 9(d) of the Order Pursuant To 11 U.S.C. § 502(b) And Fed. R. Bankr. P. 2002(m), 3007, 7016, 7026, 9006, 9007, And 9014 Establishing (I) Dates for Hearings Regarding Objections to Claims And (II) Certain Notices And Procedures Governing Objections To Claims (Docket No. 6089) (the “Claims Objection Procedures Order”). Consistent with the provisions of the Claims Objection Procedures Order, the Reorganized Debtors’ submission of

this Statement Of Disputed Issues is without prejudice to (a) the Reorganized Debtors' right to later identify and assert additional legal and factual bases for disallowance, expungement, reduction, or reclassification of the Claim and (b) the Reorganized Debtors' right to later identify additional documentation supporting the disallowance, expungement, reduction or reclassification of the Claim.

WHEREFORE the Reorganized Debtors respectfully request that this Court enter an order (a) allowing the Claim in the amount of \$477,527.27 as a general unsecured non-priority claim against the estate of DAS LLC and (b) granting the Reorganized Debtors such other and further relief as is just.

Dated: New York, New York
December 21, 2010

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CERTIFICATE OF SERVICE

I hereby certify that on December 21, 2010, a true and correct copy of the Reorganized Debtors' Statement Of Disputed Issues With Respect To Proof of Claim No. 1773 (Texas Foundries Ltd./JP Morgan Chase Bank N.A.) was served by Fax to the following persons at the following addresses:

D. Christopher Carson, Esq.
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Attorneys for Texas Foundries Ltd.

Dated: Detroit, Michigan
December 21, 2010

/s/ Alexis L. Richards
Alexis L. Richards